

# **EXHIBIT A**

**WR GRACE & CO**  
**COMPENSATION BY PROJECT CATEGORY**  
**FEBRUARY 1, 2013 - FEBRUARY 28, 2013**

| <b>Matter Code</b> | <b>Project Category</b>                                  | <b>Hours</b> | <b>Amount</b>       |
|--------------------|--|--------------|---------------------|
| 0009               | Asset Dispositions, Sales, Uses and Leases (Section 363) | 2.0          | \$ 1,470.00         |
| 0013               | Business Operations                                      | 0.4          | 294.00              |
| 0014               | Case Administration                                      | 7.3          | 1,606.00            |
| 0017               | Committee, Creditors', Noteholders', or Equity Holders'  | 1.0          | 735.00              |
| 0018               | Fee Application, Applicant                               | 10.9         | 5,255.50            |
| 0020               | Fee Application, Others                                  | 1.9          | 418.00              |
| 0022               | Enviornmental Matters/Regulations/Litigation             | 4.9          | 3,601.50            |
| 0036               | Plan and Disclosure Statement                            | 1.3          | 1,127.50            |
| 0037               | Hearings   | 0.1          | 73.50               |
|                    |  |              |                     |
|                    | <b>Total</b>   | <b>29.8</b>  | <b>\$ 14,581.00</b> |

## STROOCK

## INVOICE

|             |                         |
|-------------|-------------------------|
| DATE        | March 12, 2013          |
| INVOICE NO. | 588034                  |
| CLIENT      | W R Grace & Co          |
|             | 7500 Grace Drive        |
|             | Columbia, MD 21044-4098 |

FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period through February 28, 2013, including:

|    |   |
|----|---|
| RE | Asset Dispositions, Sales, Uses and Leases (Section 363)<br>699843 0009 |
|----|---|

| DATE       | DESCRIPTION   | NAME       | HOURS |
|------------|---|------------|-------|
| 02/04/2013 | Email Frezza re Capstone's review/summary analysis re Motion to Extend ART Credit Agreement (.1); review corresp. from Frezza re memo to Committee and pending information request due from Blackstone in connection with Motion (.1); review motion to Extend ART Agreement and notice of hearing (.2).  | Wildes, D. | 0.4   |
| 02/06/2013 | Review email from Higgins re proposed motion for authorization to make contribution to Grace Pension Plan (.1); review Pension Plan Motion (.2); emails Frezza re Pension Plan Motion and preparing summary/analysis for the Committee and re status of memo to Committee re ART credit agreement (.1); review email from Frezza and proposed memo and analysis to Committee re motion to extend ART credit agreement (.2). | Wildes, D. | 0.6   |
| 02/07/2013 | Review email from Frezza re memo to Committee re extending ART credit agreement (.1) review Capstone summary/analysis re ART credit agreement and rationale for extending   | Wildes, D. | 0.3   |

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| DATE       | DESCRIPTION   | NAME       | HOURS |
|------------|---|------------|-------|
|            | same (.2).  |            |       |
| 02/08/2013 | Emails Frezza re memo to Committee re extending ART credit agreement and re distribution of same to members.  | Wildes, D. | 0.1   |
| 02/13/2013 | Review Court Order Extending ART Agreement.   | Wildes, D. | 0.1   |
| 02/25/2013 | Review Debtors' Motion to make contributions to pension fund (.2); email Krieger re same (.1); email Frezza re questions re motion and preparing memo for Committee (.1); review corresp. from Frezza re outstanding info request with Blackstone re same (.1). | Wildes, D. | 0.5   |

| SUMMARY OF HOURS                         | HOURS | RATE        | TOTAL       |
|--|-------|-------------|-------------|
| Wildes, Denise K.                        | 2.0   | \$ 735      | \$ 1,470.00 |
| TOTAL FOR PROFESSIONAL SERVICES RENDERED |       | \$ 1,470.00 |             |
| TOTAL FOR THIS MATTER                    |       | \$ 1,470.00 |             |

## STROOCK

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| RE | Business Operations<br>699843 0013 |
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| DATE       | DESCRIPTION   | NAME       | HOURS |
|------------|---|------------|-------|
| 02/26/2013 | Review quarterly report filed by Grace with US Trustee's Office (.2); email Krieger re same and re summary to committee (.1). | Wildes, D. | 0.3   |
| 02/28/2013 | Emails Frezza at Capstone re announcement re ART Joint venture.   | Wildes, D. | 0.1   |

| SUMMARY OF HOURS  | HOURS | RATE   | TOTAL     |
|-------------------|-------|--------|-----------|
| Wildes, Denise K. | 0.4   | \$ 735 | \$ 294.00 |

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| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 294.00 |
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| TOTAL FOR THIS MATTER | \$ 294.00 |
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## STROOCK

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| RE | Case Administration<br>699843 0014 |
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| DATE       | DESCRIPTION   | NAME        | HOURS |
|------------|---|-------------|-------|
| 02/01/2013 | Obtain and circulate recently docketed pleadings in main case (.3); review appeals case docket nos. 11-199 and 12-1402 (.2).  | Mohamed, D. | 0.5   |
| 02/04/2013 | Review appeals case docket nos. 11-199 and 12-1402.   | Mohamed, D. | 0.2   |
| 02/05/2013 | Review appeals case docket no. 11-199.  | Mohamed, D. | 0.1   |
| 02/06/2013 | Obtain and circulate recently docketed pleading in main case (.2); review appeals case docket nos. 11-199 and 12-1402 (.2).   | Mohamed, D. | 0.4   |
| 02/07/2013 | Review appeals case docket no. 11-199.  | Mohamed, D. | 0.1   |
| 02/08/2013 | Review appeals case docket nos. 11-199 and 12-1402.   | Mohamed, D. | 0.2   |
| 02/11/2013 | Obtain recent pleading re appeals case no. 12-1402 for attorney review (.2); review appeals case docket no. 11-199 (.1).  | Mohamed, D. | 0.3   |
| 02/12/2013 | Review appeals case docket no. 11-199.  | Mohamed, D. | 0.1   |
| 02/13/2013 | Obtain and circulate recently docketed pleadings in main case (.3); review appeals case docket nos. 11-199 and 12-1402 (.2).  | Mohamed, D. | 0.5   |
| 02/14/2013 | Review appeals case docket no. 11-199 (.1); review case file documents (.9).  | Mohamed, D. | 1.0   |
| 02/15/2013 | Obtain and circulate recently docketed pleadings in main case (.3); review appeals case docket nos. 11-199 and 12-1402 (.2).  | Mohamed, D. | 0.5   |
| 02/19/2013 | Obtain recent pleadings re case docket no. 12-1402 for attorney review (.3); obtain fee order and monthly fee applications of SSL for attorney review (.3); review appeals case docket no. 11-199 (.1). | Mohamed, D. | 0.7   |
| 02/20/2013 | Review appeals case docket nos. 11-199 and 12-1402 (.2); research and obtain FTI's final  | Mohamed, D. | 0.5   |

## STROOCK

| DATE       | DESCRIPTION  | NAME        | HOURS |
|------------|--|-------------|-------|
|            | fee application for attorney review (.3).  |             |       |
| 02/21/2013 | Review appeals case docket no. 11-199.   | Mohamed, D. | 0.1   |
| 02/22/2013 | Obtain and circulate recently docketed pleadings in main case (.3); review appeals case docket nos. 11-199 and 12-1402 (.2).                               | Mohamed, D. | 0.5   |
| 02/25/2013 | Review appeals case docket nos. 11-199 and 12-1402.  | Mohamed, D. | 0.2   |
| 02/26/2013 | Review appeals case docket no. 11-199 (.1); review case file documents (.5).   | Mohamed, D. | 0.6   |
| 02/27/2013 | Review appeals case docket no. 11-199 (.1); obtain document for attorney review (.1); obtain recent pleading re case no. 12-1402 for attorney review (.2). | Mohamed, D. | 0.4   |
| 02/28/2013 | Obtain and circulate recently docketed pleadings in main case (.3); review appeals case docket no. 11-199 (.1).  | Mohamed, D. | 0.4   |

| SUMMARY OF HOURS                         | HOURS | RATE        | TOTAL       |
|--|-------|-------------|-------------|
| Mohamed, David                           | 7.3   | \$ 220      | \$ 1,606.00 |
| TOTAL FOR PROFESSIONAL SERVICES RENDERED |       | \$ 1,606.00 |             |
| TOTAL FOR THIS MATTER                    |       | \$ 1,606.00 |             |

## STROOCK

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| RE | Committee, Creditors', Noteholders', or Equity Holders'<br>699843 0017 |
|----|--|

| DATE       | DESCRIPTION  | NAME       | HOURS |
|------------|--|------------|-------|
| 02/27/2013 | Review and mark-up draft memo to committee re pension contribution motion (.6); email Frezza re my comments (.1).  | Wildes, D. | 0.7   |
| 02/28/2013 | Emails Frezza re memo to Committee re pension contribution motion (.1); review corresp. to Committee re same (.1); review email from Chehi re pension motion (.1). | Wildes, D. | 0.3   |

| SUMMARY OF HOURS  | HOURS | RATE   | TOTAL     |
|-------------------|-------|--------|-----------|
| Wildes, Denise K. | 1.0   | \$ 735 | \$ 735.00 |

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| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 735.00 |
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| TOTAL FOR THIS MATTER | \$ 735.00 |
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## STROOCK

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| RE | Fee Application, Applicant<br>699843 0018 |
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| DATE       | DESCRIPTION  | NAME         | HOURS |
|------------|--|--------------|-------|
| 02/07/2013 | Review/revise January fee detail.  | Magzamen, M. | 0.2   |
| 02/12/2013 | Review revised fee detail and prepare draft of SSL's 142nd monthly fee application for attorney review.  | Mohamed, D.  | 0.8   |
| 02/13/2013 | Conf. w/ D. Mohamed re preparation of quarterly fee application and review of monthly for January (.2); review drafts of same and charts (.2).   | Wildes, D.   | 0.4   |
| 02/18/2013 | Review/mark-up monthly fee application for January (.2); begin work on draft of 47th quarterly fee application (.5).   | Wildes, D.   | 0.7   |
| 02/19/2013 | Conf. w/ D. Mohamed re revision to and filing of January monthly fee and re information required for 47th quarterly fee application (.1); review Order entered re 46th fee app. (.1); attention to draft of 47th quarterly (.2). | Wildes, D.   | 0.4   |
| 02/20/2013 | Continue drafting 47th quarterly fee application.  | Wildes, D.   | 1.0   |
| 02/21/2013 | Attention to 47th quarterly fee application.   | Wildes, D.   | 2.0   |
| 02/24/2013 | Review CNO for December monthly (.1); revise, finalize 47th quarterly fee application including charts (.5).   | Wildes, D.   | 0.6   |
| 02/25/2013 | Conf. w/ D. Mohamed re finalizing, filing 47th quarterly fee application including charts.   | Wildes, D.   | 0.1   |
| 02/26/2013 | Review revised draft of SSL's 47th quarterly fee application.  | Mohamed, D.  | 0.8   |
| 02/26/2013 | Review final version of 47th quarterly fee application and exhibits (.2); conf. w/ Mohamed re execution/filing (.1).   | Wildes, D.   | 0.3   |
| 02/28/2013 | Finalize SSL's 47th quarterly fee application and SSL's 142nd monthly fee application for filing (1.4); prepare notices and CoSs re same   | Mohamed, D.  | 3.6   |

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| DATE | DESCRIPTION  | NAME | HOURS |
|------|--|------|-------|
|      | and forward to local counsel for filing (1.2);<br>prepare and effectuate service re fee<br>applications (1.0). |      |       |

| SUMMARY OF HOURS  | HOURS | RATE   | TOTAL    |
|-------------------|-------|--------|----------|
| Magzamen, Michael | 0.2   | \$ 345 | \$ 69.00 |
| Mohamed, David    | 5.2   | 220    | 1,144.00 |
| Wildes, Denise K. | 5.5   | 735    | 4,042.50 |

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| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 5,255.50 |
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| TOTAL FOR THIS MATTER | \$ 5,255.50 |
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## STROOCK

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| RE | Fee Application, Others<br>699843 0020 |
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| DATE       | DESCRIPTION  | NAME        | HOURS |
|------------|--|-------------|-------|
| 02/07/2013 | Review and Finalize Capstone's 107th monthly fee application for filing (.8); prepare notice and CoS re same and forward to local counsel for filing (.5); prepare and effectuate service re fee application (.6). | Mohamed, D. | 1.9   |

| SUMMARY OF HOURS | HOURS | RATE   | TOTAL     |
|------------------|-------|--------|-----------|
| Mohamed, David   | 1.9   | \$ 220 | \$ 418.00 |

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| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 418.00 |
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| TOTAL FOR THIS MATTER | \$ 418.00 |
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## STROOCK

| RE         | Environmental Matters/Regulations/Litigation<br>699843 0022  |            |       |
|------------|--|------------|-------|
| DATE       | DESCRIPTION  | NAME       | HOURS |
| 02/13/2013 | Review Debtors' Notice of proposed EPA settlement re Nashville, Tennessee site (.2); emails Krieger same (.1).   | Wildes, D. | 0.3   |
| 02/14/2013 | Emails Krieger re Debtors' proposed EPA settlement re Nashville, Tennessee site (.1); and conf. Krieger re same and re memo to committee re same (.1); begin review settlement agreement with EPA (.3).  | Wildes, D. | 0.5   |
| 02/18/2013 | Further review of proposed EPA settlement re Nashville site (.3) draft corresp. to Debtors' counsel re several questions regarding settlement (.4).  | Wildes, D. | 0.7   |
| 02/19/2013 | Emails with Higgins re questions re Debtors' proposed EPA settlement re Nashville, Tennessee site and scheduling call to review same.  | Wildes, D. | 0.1   |
| 02/20/2013 | Emails Higgins re call with Grace in-house counsel to review questions re Debtors' proposed EPA settlement re Nashville, Tennessee site.   | Wildes, D. | 0.1   |
| 02/21/2013 | Tel. Conf. w/ Higgins and Sari Levin from Grace re proposed EPA settlement re Nashville, Tennessee site and questions re same (.3); follow up emails Higgins re applicable EPA interest rate on EPA's allowed claim (.1); draft memorandum to Committee re proposed settlement with EPA re Nashville Site (2.1). | Wildes, D. | 2.5   |
| 02/24/2013 | Revise, finalize and send memorandum to Committee re proposed settlement with EPA re Nashville Site.   | Wildes, D. | 0.6   |
| 02/26/2013 | Emails Frezza re Blackstone information re pension contribution motion.  | Wildes, D. | 0.1   |

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| SUMMARY OF HOURS                         | HOURS | RATE        | TOTAL       |
|--|-------|-------------|-------------|
| Wildes, Denise K.                        | 4.9   | \$ 735      | \$ 3,601.50 |
| TOTAL FOR PROFESSIONAL SERVICES RENDERED |       | \$ 3,601.50 |             |
| TOTAL FOR THIS MATTER                    |       | \$ 3,601.50 |             |

# STROOCK

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| RE                                       | Expenses<br>699843 0024 |          |
| TOTAL FOR PROFESSIONAL SERVICES RENDERED |                         | \$ 0.00  |
| MATTER DISBURSEMENT SUMMARY              |                         |          |
| Outside Messenger Service                |                         | \$ 16.38 |
| TOTAL DISBURSEMENTS/CHARGES              |                         | \$ 16.38 |
| TOTAL FOR THIS MATTER                    |                         | \$ 16.38 |

## STROOCK

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| RE | Plan and Disclosure Statement<br>699843 0036 |
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| DATE       | DESCRIPTION   | NAME         | HOURS |
|------------|---|--------------|-------|
| 02/13/2013 | Review lenders' reply brief in 3d Cir.  | Pasquale, K. | 0.8   |
| 02/13/2013 | Review Banks' reply brief re confirmation appeal (.2); email committee re same (.1).                                  | Wildes, D.   | 0.3   |
| 02/27/2013 | Review Letter to Clerk of Appeals Court by Lender Group with respect recent case/precedent re absolute priority rule. | Wildes, D.   | 0.2   |

| SUMMARY OF HOURS  | HOURS | RATE   | TOTAL     |
|-------------------|-------|--------|-----------|
| Pasquale, Kenneth | 0.8   | \$ 950 | \$ 760.00 |
| Wildes, Denise K. | 0.5   | 735    | 367.50    |

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| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 1,127.50 |
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| TOTAL FOR THIS MATTER | \$ 1,127.50 |
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## STROOCK

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| RE | Hearings<br>699843 0037 |
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| DATE       | DESCRIPTION                                 | NAME       | HOURS |
|------------|---|------------|-------|
| 02/18/2013 | Review corresp. re cancellation of hearing. | Wildes, D. | 0.1   |

| SUMMARY OF HOURS  | HOURS | RATE   | TOTAL    |
|-------------------|-------|--------|----------|
| Wildes, Denise K. | 0.1   | \$ 735 | \$ 73.50 |

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| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 73.50 |
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| TOTAL FOR THIS MATTER | \$ 73.50 |
|-----------------------|----------|

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| TOTAL FOR PROFESSIONAL SERVICES RENDERED | \$ 14,581.00 |
| TOTAL DISBURSEMENTS/CHARGES              | \$ 16.38     |
| TOTAL BILL                               | \$ 14,597.38 |

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.  
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.